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Brigham Young University Limited
(A limited company and registered charity)

Annual Report and Financial Statements

Year ended 31 December 2012

Company number 1496990

Charity number 280605

Brigham Young University Limited
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Year ended 31 December 2012

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Brigham Young University Limited

Report of the trustees for the year ended 31 December 2012

The trustees are pleased to present their report together with the financial statements of Brigham Young University Limited ('The Charity') for the year ending 31st December 2012

Legal and administrative details

Charity number. 280605

Company number 1496990

Principal Office 751 Warwick Road, Solihull, West Midlands, B91 3DQ

Bankers HSBC 155 Brompton Road, London, SW3 1XD

Solicitors Devonshires Salisbury House, London Wall, London, EC2M 5QY

Directors and trustees

The directors of The Charity are its trustees for the purpose of charity law and throughout this report are collectively referred to as the trustees

The trustees serving during the year and since the year-end were as follows

Robert John Mulligan

Gregory William Reeves

Rainer Herbert Gottlieb Wiborny

Brigham Young University Limited

Report of the trustees for the year ended 31 December 2012

Structure, Governance and Management

Governing Document

Brigham Young University Limited is a limited company and a registered charity. The Charity is governed by its Memorandum and Articles of Association.

Appointment of trustees

As set out in the Articles of Association, new or additional directors are to be appointed by the shareholder (Brigham Young University), providing such persons are willing so to act either to fill a vacancy or as an additional trustee.

The shareholder will also determine the rotation and time in which trustees are to retire. Currently no term is fixed to the term served. Trustees shall not be less than two or more than seven in number.

The shareholder may, from time to time, vary the minimum or maximum number of directors.

Trustee induction and training

New trustees undergo an orientation day to brief them on their legal obligations under charity and company law, the content of the Memorandum and Articles of Association, the committee and decision making processes, the business plan and recent financial performance of The Charity.

During the induction day they meet key employees and other trustees. Trustees are updated and advised on legal issues by Devonshires Solicitors.

Organisation

The board of trustees, which can have up to 7 members, administers The Charity. The board meets at least twice a year. Reports are received in or around each October for the following financial year for approval by the Trustees. In or around March each year there is a financial report for the previous year.

The trustees monitor progress throughout the year and other trustees meetings are held as and when required.

Employees

The Charity has the policy of ensuring that its employees are those that are able to meet the necessary requirements of their position and are up to date on any developments required for their position. This is achieved in a variety of ways:

- Applications for new positions in The Charity are invited from anyone with the relevant qualifications - the key emphasis is on their ability to meet the requirements of the position although the application form does request the applicant to mention if they have any illnesses or medical condition which the employer would need to be aware of in order to make reasonable adjustments should they be successful.
- The Charity utilizes regular staff meetings during the year which help to ensure that the employees' input is received regarding any decisions which affect their interests. In addition there are websites and e-mail facilities available to enable more effective communication and training. This helps to ensure that employees receive systematic updates on matters concerning them as employees and ensures their involvement in relation to the financial and economic factors that affect the performance of The Charity.

Brigham Young University Limited

Report of the trustees for the year ended 31 December 2012

Employees (continued)

- In addition to the above points, The Charity is mindful of the need to cater for those with disabilities. Where any employees become incapacitated during their employment they are entitled to receive long term disability benefits from The Charity. Where an employee becomes disabled but not incapacitated the employer will make any reasonable adjustments necessary. On training and career development issues, there is no distinction made between disabled and non-disabled employees. The same opportunities are available to all staff, irrespective of disability. The key emphasis is on technical ability of each employee.

Related parties

None

Risk management

Financial risk

The following statements summarize The Charity's policy in managing identified forms of financial risk

- Price risk – Salary costs are communicated to staff during the formal annual review of salaries
- Credit risk – Credit risk on amounts owed to The Charity by its customers is low as the majority of its debtors are those who have been used frequently by The Charity in the past and have a proven reliability
- Liquidity risk – The Charity has no long-term borrowings. Assurances of continuing financial support have been received from the parent company
- Interest rate cash flow risk – The Charity is able to place surplus funds on short term deposit with the company's bankers

In addition the trustees have a risk management strategy which comprises

- an annual review of the risks The Charity may face,
- the establishment of systems and procedures to mitigate those risks identified in the plan, and
- the implementation of procedures designed to minimise any potential impact on The Charity should those risks materialise

Objectives and activities

The object of The Charity is

- To promote and further the educational and other charitable work of Brigham Young University in the United Kingdom or elsewhere

To achieve this objective Brigham Young University Limited continues to operate the Study Abroad Program from the premises at 27 Palace Court, London, W2

The company's premises continued to be managed on a day-to-day basis by Alvaro and Thais Magalhães during 2012

Due to its educational work, The Charity is registered with the Department of Education and Skills. It is also a member of the AASAP-UK (American Association of Study Abroad Providers)

Brigham Young University Limited

Report of the trustees for the year ended 31 December 2012

Objectives and activities (continued)

Each semester, different students travel to London. A number of single discipline and interdisciplinary programs of study are offered, including courses in English, sociology, ancient scripture, history, language, literature, art and theatre. Students who complete these courses successfully are awarded credits which are counted towards their degree at Brigham Young University.

Any Brigham Young University student is able to apply to attend one of the study abroad programs provided they are willing to live the Universities honour code. In addition, students from other universities who meet BYU's academic standards and who are willing to live by BYU's code of conduct are welcome to apply for, and if accepted participate in BYU's study abroad programs. Typically, 8 to 10 per cent of the participants are from Universities other than Brigham Young University. Because the program tends to be oversubscribed, students are then selected on the basis of their academic merit and strengths that they could bring to the program.

The Charity is committed to providing access to students across the socio-economic spectrum, and admittance to the program is determined without regard to the financial position of the applicant. Both Brigham Young University and The Charity are committed to providing quality education to the best and brightest, regardless of their financial or class background. Many Brigham Young University students are recipients of Pell Grants - US federal grants that are awarded to US students based on their family's financial situation. A high percentage of Pell Grant recipients have family income of under \$40,000. Brigham Young University itself, in addition to federal government grants, offers a wide range of financial aid, grants and scholarships to students. These grants and awards, which are means tested, enable students from less wealthy families to attend the University.

Around 30% of Brigham Young University students receive some form of financial aid and the financial aid from Brigham Young University can be used for the study abroad program.

The proportion of students receiving financial aid mirrors the proportion of Brigham Young University students and admissions to the study abroad program, as to the University, is on a needs blind basis. Further study abroad grants are available to Brigham Young University students on a 'needs basis' to help them cover the additional cost of studying abroad in order to enable students from a wide range of financial backgrounds to participate in the study abroad program regardless of the students' financial circumstances.

The Charity is an equal opportunities organization and is committed to a working and studying environment that is free from any form of discrimination on the grounds of colour, race, ethnicity, religion, sex or disability. The Charity makes reasonable adjustments to meet the needs of staff and students who are or become disabled.

Students and faculty live at the two impressive Victorian town-houses (one a former embassy) on Palace Court in west-central London.

Public benefit

The trustees have read and given due regard to the guidance on public benefit published by The Charity Commission in exercising their powers and duties.

Brigham Young University Limited

Report of the trustees for the year ended 31 December 2012

2012 Achievements and performance

The Charity is established for the advancement of education for the public benefit. This object is achieved by the provision of lectures, classes, seminars, educational field trips and cultural activities to BYU students and lectures and educational events for the local community.

The Brigham Young University programs provide an educational environment that is designed to promote the academic and cultural development of its students. It is administered from the BYU Provo campus by the Office of International Study Programs (ISP). In 2012 ISP sent 296 students on programs to the United Kingdom. The following table enumerates the programs which operated under the auspices of The Charity in 2012.

| Program name and semester/term | Enrolment |
|---------------------------------------------------------|------------------|
| Cambridge Honors Study Abroad – Summer 2012 | 42 |
| England and Film – Summer 2012 | 27 |
| English Language – Summer 2012 | 20 |
| London Theater Study Abroad – Spring 2012 | 24 |
| Global Product Development SA – Spring 2012 | 12 |
| Internships (Throughout year) | 6 |
| *London General Education Study Abroad – Winter 2012 | 39 |
| *London General Education Study Abroad – Spring 2012 | 41 |
| *London General Education Study Abroad – Summer 2012 | 39 |
| *London General Education Study Abroad – Autumn 2012 | 38 |
| England Field Study –Spring 2012 | 5 |
| Channel Islands Anthropology Field School – Spring 2012 | 3 |
| Total | 296 |

* These programs are based at 27 Palace Court, London

Developments in 2012 include

- The Charity continues to maintain good ties with local Muslim, Sikh and Hindu communities
- The trust sponsored a major public lecture by Jeremy Brown from Exeter University in July 2012
- During the period covered by this report, 30% of the Brigham Young University students who participated in the study abroad program received study abroad grants (in addition to other financial aid) with a total value of \$300,000

Brigham Young University Limited

Report of the trustees for the year ended 31 December 2012

Financial Review

The Charity was funded in 2012 almost entirely by contributions from Brigham Young University in the US. Each year the trustees carry out a detailed review of The Charity. They review the previous year's achievements and review and approve the budgets for next year.

The end of the year saw an increase in the incoming resources from £395,255 in 2011 to £508,371 in 2012. This was primarily due to an increase in the donations from the parent company, Brigham Young University from £394,638 in 2011 to £508,303 in 2012. The other incoming resources for the year were composed of interest income (£68).

Resources expended decreased from £491,208 in 2011 to £387,169 in 2012. The primary reason for this was a decrease in program costs from £206,164 in 2011 to £113,940 in 2012. Incoming resources exceeded resources expended for the year by £121,202.

Investment powers and policy

Under the Memorandum and Articles of Association, The Charity has the power to invest in any way the trustees deem to be in the best interests of The Charity.

There were no investments during the year.

Reserves policy

None

Brigham Young University Limited

Report of the trustees for the year ended 31 December 2012

2013 Plans

In 2013 the Charity will be operating the following programs in the United Kingdom

| Program name and semester/term | Enrolment |
|------------------------------------------------------|------------------|
| Cambridge Honors Study Abroad – Summer 2013 | 30 |
| British Literature and Landscape – Spring 2013 | 21 |
| English Language – Summer 2013 | 15 |
| London Theater Study Abroad – Spring 2013 | 32 |
| Channel Islands Anthropology – Spring 2013 | 7 |
| Internships (Throughout year) | 8 |
| *London General Education Study Abroad – Winter 2013 | 40 |
| *London General Education Study Abroad – Spring 2013 | 43 |
| *London General Education Study Abroad – Summer 2013 | 29 |
| *London General Education Study Abroad – Autumn 2013 | 37 |
| Scotland and Ireland – Summer 2013 | 18 |
| Total | 280 |

* These programs are based at 27 Palace Court, London

The following plans/issues will be dealt with in 2013

- A new full time academic director, James Faulconer will begin his role in the autumn of 2013
- During the summer and early autumn, major renovations are planned for the faculty apartments and the student living areas
- The Charity plans to sponsor academic conferences and several public events during 2013

Brigham Young University Limited

Report of the trustees for the year ended 31 December 2012

Trustees' responsibilities in relation to the financial statements

Company law requires the trustees to prepare financial statements that give a true and fair view of the state of affairs of The Charity at the end of the financial year and of its surplus or deficit for the financial year. In doing so the trustees are required to

- Select suitable accounting policies and then apply them consistently,
- Make sound judgements and estimates that are reasonable and prudent, and
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that The Charity will continue in business

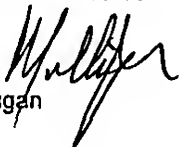
The trustees are responsible for maintaining proper accounting records which disclose with reasonable accuracy at any time the financial position of The Charity and enables them to ensure that the financial statements comply with the Companies Act 2006. The trustees are also responsible for safeguarding the assets of The Charity and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities

Auditors

As The Charity was entitled to avail of audit exemptions under section 477 of the Companies Act 2006, no audit was required for the accounts

By order of the trustees

John Mulligan



Trustee

Date 04 April 2013

Independent Examiner's Report on the Accounts

Brigham Young University Limited

for the year ended 31st December 2012

Respective responsibilities of trustees and examiner

The directors also act as trustees for the charitable activities of Brigham Young University Limited

The charity's trustees are responsible for the preparation of the accounts. The charity's trustees consider that an audit is not required for this year under section 144 of the Charities Act 2011 (the Charities Act) and that an independent examination is needed

It is my responsibility to

- a examine the accounts under section 145 of the Charities Act,
- b to follow the procedures laid down in the general Directions given by the Charity Commission (under section 145(5)(b) of the Charities Act, and
- c to state whether particular matters have come to my attention

Basis of independent examiner's statement

My examination was carried out in accordance with the general Directions given by the charity Commission. An examination includes a review of the accounting records kept by the charity and a comparison of the accounts presented with those records. It also includes consideration of any unusual items or disclosures in the accounts, and seeking explanations from the trustees concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit and consequently no opinion is given as to whether the accounts present a 'true and fair' view and the report is limited to those matters set out in the statement below

Independent examiner's statement

In connection with my examination, no matter has come to my attention

(1) which gives me reasonable cause to believe that in any material respect, the requirements

- i To keep accounting records in accordance with section 130 of the Charities Act, and
- ii To prepare accounts which accord with the accounting records and comply with the accounting requirements of the Charities Act have not been met, or

(2) to which, in my opinion, attention should be drawn in order to enable a proper understanding of the accounts to be reached

Signed



Name Paul Stobbs

Professional

Qualification Associate, Institute of Chartered Accountants in England & Wales

Address 1 Summer Hollow
Broadmore Green
Rushwick
Worcester
WR2 5TE

Date

4 APRIL 2013

Brigham Young University Limited
Statement of financial activities
for the year ended 31 December 2012

| | Notes | 2012 £ | 2011 £ |
|------------------------------------------------|-------|----------------|-----------------|
| Incoming resources | | | |
| Incoming resources from generated funds | | | |
| <i>Voluntary Income</i> | | | |
| Donations from Brigham Young University | 1 | 508,303 | 394,638 |
| Other donations | | - | 531 |
| <i>Investment Income</i> | | | |
| Interest income | 1 | 68 | 86 |
| Total Incoming resources | | 508,371 | 395,255 |
| Resources expended | | | |
| Charitable activities | 2b | 386,769 | 490,808 |
| Governance costs | 2c | 400 | 400 |
| Total resources expended | | 387,169 | 491,208 |
| Net movement in funds | | 121,202 | (95,953) |
| Total funds brought forward | | 151,537 | 247,490 |
| Total funds carried forward | | 272,739 | 151,537 |

The Statement of Financial Activities constitutes an Income and Expenditure account for the purposes of the Companies Act 2006.

No separate Statement of Total Recognised Gains and Losses has been presented as all such gains and losses have been dealt with in the Statement of Financial Activities

The result for the year arises from the company's continuing activities

The notes on pages 13 to 15 form part of these financial statements

Brigham Young University Limited

Balance sheet as at 31st December 2012

| | Notes | 2012 £ | 2011 £ |
|------------------------------------------------|-------|----------------|----------------|
| Current Assets | | | |
| Cash at Bank and in hand | | 273,239 | 152,037 |
| Creditors: Amounts falling due within one year | 5 | (400) | (400) |
| Total assets less current liabilities | | <u>272,839</u> | <u>151,637</u> |
| The funds of the charity | | | |
| Unrestricted income funds | | | |
| Unrestricted Income | | 272,739 | 151,537 |
| Called up share capital | 6 | 100 | 100 |
| Total charity funds | | <u>272,839</u> | <u>151,637</u> |

Audit Exemption Statement

For the year ending 31 December 2012 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies

Directors' responsibilities

* the members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476,

* the directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts,

* these accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime

Approved by the board


John Mulligan

Trustee

Date

4 April 2013

Brigham Young University Limited

Accounting policies

BASIS OF ACCOUNTING

The financial statements have been prepared in accordance with the SORP 2005 and under the historical cost convention in accordance with applicable accounting concepts

ACCOUNTING CONCEPT

The Charity's basis of accounting is that income is recorded on the accruals basis. Expenditure is recorded on a cash basis but modified for certain items of accrued expenditure. The effect of not preparing financial statements fully on the accruals basis is not considered by the directors to be material.

CASH FLOW STATEMENT

No cash flow statement has been prepared as The Charity meets the small company exemption limits as defined by S477 of the Companies Act 2006.

FRS 18

The directors have reviewed the accounting policies and confirmed that they are the most applicable.

PENSION CONTRIBUTIONS

The Charity is party to a defined benefit scheme operated by The Church of Jesus Christ of Latter-day Saints (Great Britain), the Deseret UK Benefit Plans (see note 10). The fund is valued every three years by a professionally qualified independent actuary, with rates of contributions payable being determined by the actuary. In the intervening years the actuary reviews the continuing appropriateness of the rates. Pension costs are accounted for on the basis of contributions made during the year or accrued at the year-end (i.e. on a defined contribution basis), as required by Financial Reporting Standard 17 "Retirement Benefits" in circumstances where The Charity cannot identify with any degree of accuracy its share of the scheme assets and liabilities. The Charity provides no other past retirement benefits to its employees.

Full details of the plan are provided in the financial statements of The Church of Jesus Christ of Latter-day Saints (Great Britain).

Brigham Young University Limited
Notes to the financial statements
for the year ended 31st December 2012

1 Incoming resources

Donations totalling £508,303 (2011.£394,638) were contributed by Brigham Young University

Interest income totalling £68 (2011 £86) was derived from funds held in the bank accounts

2a Analysis of charitable activities

| | Total 2012 £ | Total 2011 £ |
|-------------------------------------|--------------------|--------------------|
| Provision of educational facilities | 386,769 | 490,808 |

2b Charitable activities allocation

| | Total £ |
|---------------------------|----------------|
| Staff costs | 95,417 |
| General office | 16,067 |
| Food and kitchen supplies | 46,230 |
| Rates and insurance | 17,880 |
| Maintenance & repairs | 37,334 |
| Utilities | 45,307 |
| Telephone | 7,357 |
| Travel | 495 |
| Other expenditure | 6,741 |
| Program costs | 113,941 |
| | 386,769 |

All of the above charitable costs constitute support costs and entirely relate to the provision of educational facilities

2c Governance costs

| | Total 2012 £ | Total 2011 £ |
|------------------|--------------------|--------------------|
| Accounting costs | 400 | 400 |

Certain management and administrative costs, have been borne by The Church of Jesus Christ of Latter-day Saints (Great Britain).

Brigham Young University Limited
Notes to the financial statements
for the year ended 31st December 2012

| | | |
|--------------------------------------------------------------------------------------------------------|---------------|---------------|
| 3 Employees | 2012 | 2011 |
| | No | No |
| The average weekly number of persons (including directors) employed by The Charity during the year was | | |
| Office cleaning | <u>5</u> | <u>5</u> |
| | 2012 | 2011 |
| | £ | £ |
| Staff costs for the above persons | | |
| Wages and salaries | 88,267 | 77,952 |
| Social security costs | 7,150 | 6,657 |
| | <u>95,417</u> | <u>84,609</u> |

DIRECTORS' REMUNERATION

None of the directors who served during the year ended 31 December 2012 received remuneration from this company, nor was any charge made to the company for their services by any other group company. Additionally, no director received reimbursement for expenses incurred during the year.

| | | |
|---------------------------------------------------------|-------------|-------------|
| 4 Creditors: Amounts falling due within one year | 2012 | 2011 |
| | £ | £ |
| Other creditors | <u>400</u> | <u>400</u> |
| 5 Share capital | 2012 | 2011 |
| | £ | £ |
| Authorised | | |
| 100 ordinary shares of £1 each | <u>100</u> | <u>100</u> |
| Allotted and issued | | |
| 100 ordinary shares of £1 each | <u>100</u> | <u>100</u> |

Brigham Young University Limited
Notes to the financial statements
for the year ended 31st December 2012

7 Reconciliation of movement in shareholders' funds - unrestricted

| | 2012 £ | 2011 £ |
|------------------------------------------|-----------------------|-----------------------|
| Surplus/(deficit) for the financial year | 121,202 | (95,953) |
| Opening shareholders' funds | <u>151,637</u> | <u>247,590</u> |
| Closing shareholders' funds | <u><u>272,839</u></u> | <u><u>151,637</u></u> |

8 Related party transactions

The parent company is Brigham Young University, a corporation incorporated in the state of Utah, United States of America

Brigham Young University provides grant income to Brigham Young University Limited
For the year ended 31 December 2012 this amounted to £508,303 (2011 £394,638)

The premises at 27 Palace Court is owned by The Church of Jesus Christ of Latter-day Saints (Great Britain) and is provided rent-free

9 Ultimate holding company

The Charity is owned by Brigham Young University, a company incorporated in USA

The ultimate holding company and controlling party is The Corporation of the Presiding Bishop of The Church of Jesus Christ of Latter-day Saints, a corporation incorporated in the state of Utah in the United States of America

10 Future finance

Brigham Young University has confirmed that it will continue to provide funds to support the Company's future activities

11 Pension and other post employment commitments

The Charity participates in a pension scheme operated by The Church of Jesus Christ of Latter-day Saints (Great Britain), the Deseret UK Benefit Plans ("The Plan") The scheme is of the defined benefit type and is funded by contributions from the participating companies and their employees at rates determined by independent actuaries in the light of regular valuations. Such contributions are held in trustee-administered funds completely independent of group finances. Full disclosure of the valuation is shown in the accounts of The Church of Jesus Christ of Latter-day Saints (Great Britain). The Charity has accounted for the scheme as if it was a defined contribution scheme because it is not feasible to split the assets and liabilities of the scheme between all the companies whose employees are members. Contributions to the scheme for the year were £0 (2011 £0)